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RELEASE OF LIENS

THE STATE OF TEXAS
COUNTY OF BRAZORIA

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KNOW ALL MEN BY THESE PRESENTS:

That, MCORP MANAGEMENT SOLUTIONS, INC., a Texas corporation (the "Holder"), being the present owner and holder of all the indebtedness and other obligations secured by the Security Instruments (hereinafter defined), for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration cash in hand paid, does hereby RELEASE, RELINQUISH and QUITCLAIM unto FISH ENGINEERING & CONSTRUCTION, INC. (the "Borrower"), and its successors and assigns all liens, mortgages, encumbrances, assignments and security interest held by the Holder against the real property described in Exhibit A attached hereto and the improvements thereon and personal property situated thereon, and created or existing by virtue of the following instruments (collectively the "Security Instruments") to-wit: (i) Deed of Trust and Security Agreement dated as of February 20, 1985, executed by the Borrower to Walter B. Hendrick, Trustee, recorded under Clerk's File No. 5934 in Volume 104, Page 428 of the Official Records of Brazoria County, Texas, (ii) Supplemental Deed of Trust and Security Agreement dated as of October 1, 1985, executed by the Borrower in favor of MBank Houston, National Association (the "Bank"), recorded under Clerk's File No. 35423

lit
THE CHARTER TITLE CO.
4265 SAN FELIPE #350
HOUSTON, TEXAS 77027

88-1359 JAS/LK

STATE OF TEXAS COUNTY OF BRAZORIA

I certify that the above and foregoing is a full, true and correct photographic copy of the original record on file in my office including redactions, if any, of social security numbers. Given under my hand and seal of the court in my lawful custody and possession.
JOYCE HUDMAN, BRAZORIA COUNTY CLERK

BY



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in Volume 195, Page 824 of the Official Records of Brazoria County, Texas, (iii) Second Supplemental Deed of Trust and Security Agreement dated as of November 4, 1985, executed by the Borrower in favor of the Bank, recorded under Clerk's File No. 39994 in Volume 210, Page 418 of the Official Records of Brazoria County, Texas, and (iv) Third Supplemental Deed of Trust and Security Agreement dated as of September 1, 1987, executed by the Borrower in favor of the Bank, recorded under Clerk's File No. 32765 in Volume 468, Page 131 of the Official Records of Brazoria County, Texas.

For the consideration stated above, the Holder also RELEASES, RELINQUISHES and QUITCLAIMS the rights and liens, if any, acquired by the Holder by virtue of the instrument dated May 5, 1988, from the Bank to the Holder recorded in Volume 547, Page 83 of the Official Records of Brazoria County, Texas.

Nothing contained herein shall release the Borrower from its obligation to pay the indebtednesses described in the Security Instruments, all or portions of which remain unpaid and are secured by collateral other than that described in the Security Instruments.

EXECUTED this the 20th day of January, 1989.

MCORP MANAGEMENT SOLUTIONS, INC.

By: [Signature]

Name: Eric P. [Signature]

Title: Vice President

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STATE OF TEXAS COUNTY OF BRAZORIA

I certify that the above and foregoing is a full, true and correct photographic copy of the original record on file in my office including redactions, if any, of social security numbers. Given under my hand and seal of the court in my lawful custody and possession.

JOYCE HUDMAN, BRAZORIA COUNTY CLERK

BY [Signature]

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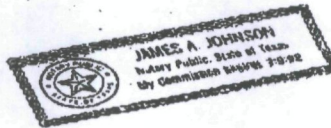
THE STATE OF TEXAS S
COUNTY OF HARRIS S

This instrument was acknowledged before me on the 20th
day of January, 1989, by Blair H. Felt
Vice President of MCORP MANAGEMENT SOLUTIONS, INC, a
Texas corporation, on behalf of said corporation.

My Commission Expires: _____

Notary Public in and for
The State of Texas

Printed or Typed Name of Notary



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STATE OF TEXAS COUNTY OF BRAZORIA

I certify that the above and foregoing is a full, true and correct
photographic copy of the original record on file in my office including
redactions, if any, of social security numbers. Given under my hand
and seal of the court in my lawful custody and possession.

JOYCE HUDMAN, BRAZORIA COUNTY CLERK

BY _____

A handwritten signature in blue ink, appearing to be "JH", written over a horizontal line.

EXHIBIT A

All those certain tracts or parcels of land situated in Brazoria County, Texas and being more particularly described as follows:

1. Tract No. 23 of Brazos Coast Investment Company Subdivision No. 8, F. J. Calvit League, Abstract 51, Brazoria County, Texas, according to the map or plat thereof duly of record in Volume 2, Page 141 et seq. of the Plat Records of Brazoria County, Texas, to which reference is here made for all appropriate purposes.

2. Tract No. 21 out of the Brazos Coast Investment Company Subdivision No. 8, in the A. Calvit League, Abstract No. 51, Brazoria County, Texas, and being three separate tracts and being all of the said Tract No. 21, and lying North of the Intracoastal Canal and being described as follows:

Beginning at an iron rod in the Northeast line of the said Tract No. 21, which bears South 45 degrees 36' East a distance of 20.0 feet from the original North corner of the said Tract No. 21, and being in the Southeast right-of-way line of County Road No. 756;

Thence South 45 degrees 36' East a distance of 661.0 feet to a point for corner and being on the bank of the Intracoastal Canal;

Thence Southwesterly along the bank of the Intracoastal Canal with the following meanders:

S. 48 degrees 44' W. a distance of 66.11 feet,

S. 50 degrees 30' W. a distance of 132.60 feet,

S. 42 degrees 40' W. a distance of 63.96 feet to a point for corner and being in the Southwest line of the said Tract No. 21;

Thence North 45 degrees 36' West along the Southwest line of the said Tract No. 21 a distance of 654.0 feet to an iron rod for corner and being in the Southeast right-of-way line of County Road No. 756;

Thence North 44 degrees 24' East along the Southeast right-of-way line of County Road No. 756 a distance of 263.7 feet to the Place of Beginning and containing 3.974 acres of land, more or less.

3. Tract No. 22, Brazos Coast Investment Company Subdivision, Division No. 8, F. J. Calvit League, Abstract 51, in Brazoria County, Texas, according to the map or plat thereof duly recorded in the office of the County Clerk of Brazoria County, Texas, the same being the same property conveyed to Gulfco Marine Maintenance, Inc., from B. L. Towner by deed dated the 14th day of May, 1970, of record in Volume 1060, Page 535, Deed Records of Brazoria County, Texas, to which reference here is made for all purposes.

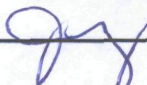
4. Tract No. 56, Brazos Coast Investment Company Subdivision No. 8, F. J. Calvit League, Abstract 51, Brazoria County, Texas, the same being the same property conveyed to Gulfco Marine Maintenance, Inc., from S. G. Sandlin by deed dated the 14th day of May, 1970, of record in Volume 1060, Page 537, Deed Records of Brazoria County, Texas, to which reference is here made for all purposes.

STATE OF TEXAS COUNTY OF BRAZORIA

I certify that the above and foregoing is a full, true and correct photographic copy of the original record on file in my office including redactions, if any, of social security numbers. Given under my hand and seal of the court in my lawful custody and possession.

JOYCE HUDMAN, BRAZORIA COUNTY CLERK

BY _____



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3. THE SURFACE AND SURFACE ONLY of Tract 20, Brazos Coast Investment Company Subdivision No. 0, V. J. Calvit Leagu, Abstract 31, Brazoria County, Texas, according to the map or plat thereof duly recorded in Volume 2, Page 141 et seq., Plat Records, Brazoria County, Texas.

4. THE SURFACE AND SURFACE ONLY of Tract 29, Brazos Coast Investment Company Subdivision No. 0, V. J. Calvit Leagu, Abstract 31, Brazoria County, Texas, according to the map or plat thereof duly recorded in Volume 2, Page 141 et seq., Plat Records, Brazoria County, Texas.

5. Tract 33, Brazos Coast Investment Company Subdivision No. 0, V. J. Calvit Leagu, Abstract 31, Brazoria County, Texas, according to the map or plat thereof duly recorded in Volume 2, Page 141 et seq., Plat Records, Brazoria County, Texas.

6. Tract 37 out of Division D of the D.C.I.C. Subdivision, V. J. Calvit Leagu, Abstract 31, Brazoria County, Texas, according to the map or plat thereof recorded in Volume 2, Page 143 of the Plat Records of Brazoria County, Texas.

7. Tract 38, of the Brazos Coast Investment Company Subdivision No. 0, in the V. J. Calvit Leagu, Abstract No. 31, Brazoria County, Texas, according to the map or plat thereof recorded in Volume 2, Page 143 and 144 of the Plat Records of Brazoria County, Texas.

FILED FOR RECORD

JAN 20 3 57 PM '89

Dolly Bailey
COUNTY CLERK
BRAZORIA COUNTY, TEXAS

THE STATE OF TEXAS
COUNTY OF BRAZORIA
I, DOLLY BAILEY, Clerk of the County Court in and for Brazoria County, Texas, do hereby certify that this instrument was FILED FOR RECORD and RECORDED in the Volume and page of the OFFICIAL RECORD at the time and date as stamped herein by me.



Dolly Bailey
County Clerk of Brazoria Co., TX

STATE OF TEXAS COUNTY OF BRAZORIA

I certify that the above and foregoing is a full, true and correct photographic copy of the original record on file in my office including redactions, if any, of social security numbers. Given under my hand and seal of the court in my lawful custody and possession.
JOYCE HUDMAN, BRAZORIA COUNTY CLERK

BY

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